



## MEMORANDUM

Agenda Item No. 7(C)(1)(A)

**TO:** Honorable Chairperson Barbara Carey-Shuler, Ed. D.  
and Members, Board of County Commissioners

**DATE:** January 20, 2004

**FROM:** George M. Burgess  
County Manager

**SUBJECT:** Resolution approving transfer of the  
Non-Exclusive Cable Television  
Licenses of Charter Communications  
Operating, LLC and Charter  
Communications, LLC to Atlantic  
Broadband (Miami), LLC

### **RECOMMENDATION**

It is recommended that the Board approve the attached resolution that conditionally approves the transfer of ownership of the non-exclusive cable television licenses of Charter Communications Operating, LLC and Charter Communications, LLC to Atlantic Broadband (Miami), LLC.

### **BACKGROUND**

Charter Communications Operating, LLC and Charter Communications, LLC (Charter), have applied for a transfer of their cable licenses to Atlantic Broadband (Miami), LLC. After the transfers of ownership, Atlantic Broadband (Miami), LLC, will hold the Miami-Dade licenses. The transfer applications were received on September 24, 2003, but were incomplete. The applications were completed on October 24, 2003.

The Federal Cable Communications Policy Act, as amended in 1992, establishes the procedural guidelines and time frames to be followed for transfers of ownership of cable television licenses. In addition to a review of the past performance of the existing cable operator, the Act allows the County 120 days from receipt of a complete transfer application to determine if the transferee has met all federal and local transfer requirements. The County must make a determination to accept or deny the transfers no later than February 20, 2004.

Transfers of ownership can only be denied by a local franchising authority for the following reasons: 1) the buyer lacks the necessary legal, technical or financial qualifications; 2) the buyer has not agreed to comply with valid license obligations; or 3) the transfer eliminates or reduces competition in the community pursuant to Section 613(d) of the Cable Act.

The Consumer Services Department has reviewed the past performance of Charter and has determined that it is in compliance with its cable television licenses. In addition, staff has completed a review of Atlantic Broadband (Miami), LLC's legal, technical, financial, and character qualifications to operate a cable television system and determined that Atlantic Broadband (Miami), LLC meets the criteria set forth under federal and local laws.

Charter has two cable television licenses held by separate corporations. They were last reviewed on March 20, 2001 and May 6, 2003, respectively, when the Board renewed the licenses. Charter Communications Operating, LLC serves 75,000 subscribers in the municipalities of Aventura, Bal Harbour, Bay Harbor Islands, Golden Beach, Miami Beach, North Bay Village, Sunny Isles Beach, Surfside, North Miami Beach, North Miami, Biscayne Park, Miami Shores, El Portal, and some areas of unincorporated Northwest Miami-Dade County. Charter Communications, LLC serves 10,000 subscribers in the municipalities of South Miami, Pinecrest and some areas of unincorporated Southwest Miami-Dade County. Both cable systems meet the new technical standards contained in the Code and offer a minimum of 78 cable channels, high speed Internet and telephone services. Both Licenses expire on October 17, 2007.

Charter Communications Operating, LLC competes for customers with Comcast in the City of Aventura. Charter Communications, LLC competes for customers with Comcast and BellSouth Entertainment in the City of Pinecrest and some areas of unincorporated Southwest Miami-Dade County. These transfers will not eliminate or reduce competition. Charter also competes with Direct Broadcast Satellite (DBS) service providers. DBS providers hold approximately 17% of the video market in Miami-Dade County and are competitive with cable in installation costs, monthly subscription fees and programming services.

Atlantic Broadband (Miami), LLC is a newly formed entity and a wholly owned subsidiary of Atlantic Broadband Group, LLC. Atlantic Broadband (Miami), LLC will manage the day-to-day business of the license in Miami-Dade County.

Although recently formed, Atlantic Broadband Group, LLC's principal investors are ABRY Partners, LLC and Oak Hill Capital Partners, L.P. ABRY was the principal investor in Avalon Cable, which was sold in 1999, and is currently an investor with Oak Hill Capital Partners, L.P. in WideOpenWest, the 14<sup>th</sup> largest cable operator in the United States.

Following the transfers, the licenses will continue to be governed by the same terms of the existing license as expressed in Resolutions No. R-745-99, R-746-99, R-747-99, R-268-01, and R-429-03, and continue to be controlled by the provisions of the Miami-Dade County Cable Television Ordinance, as amended. The resolution conditionally transfers the licenses pending receipt of Atlantic Broadband's written acceptance within 30 days.

An organizational chart illustrating the transfer is attached.

Attachments

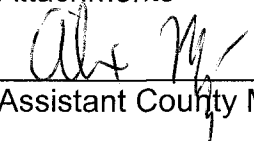
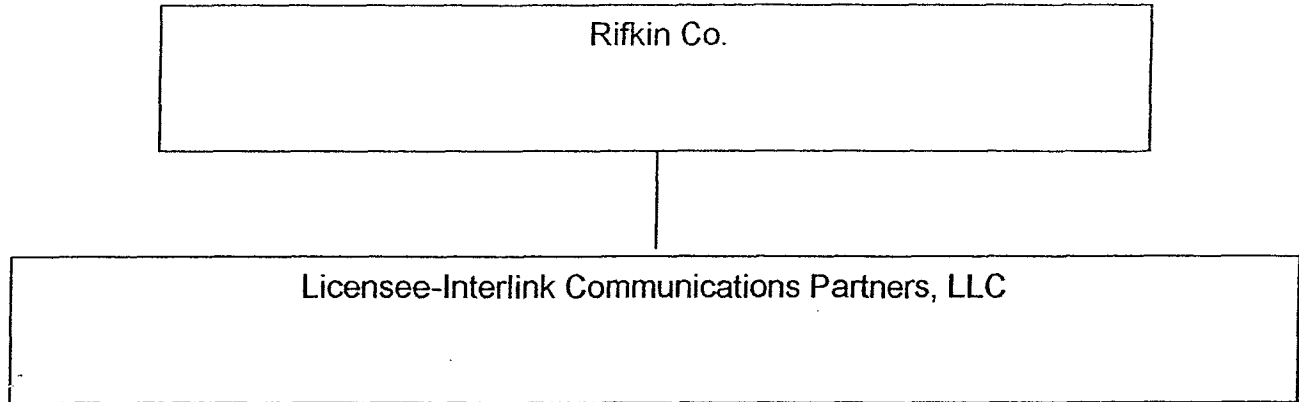
  
Assistant County Manager

EXHIBIT "A"  
Miami-Dade (CCLLC), FL

**Before Transfer**



**After Transfer**

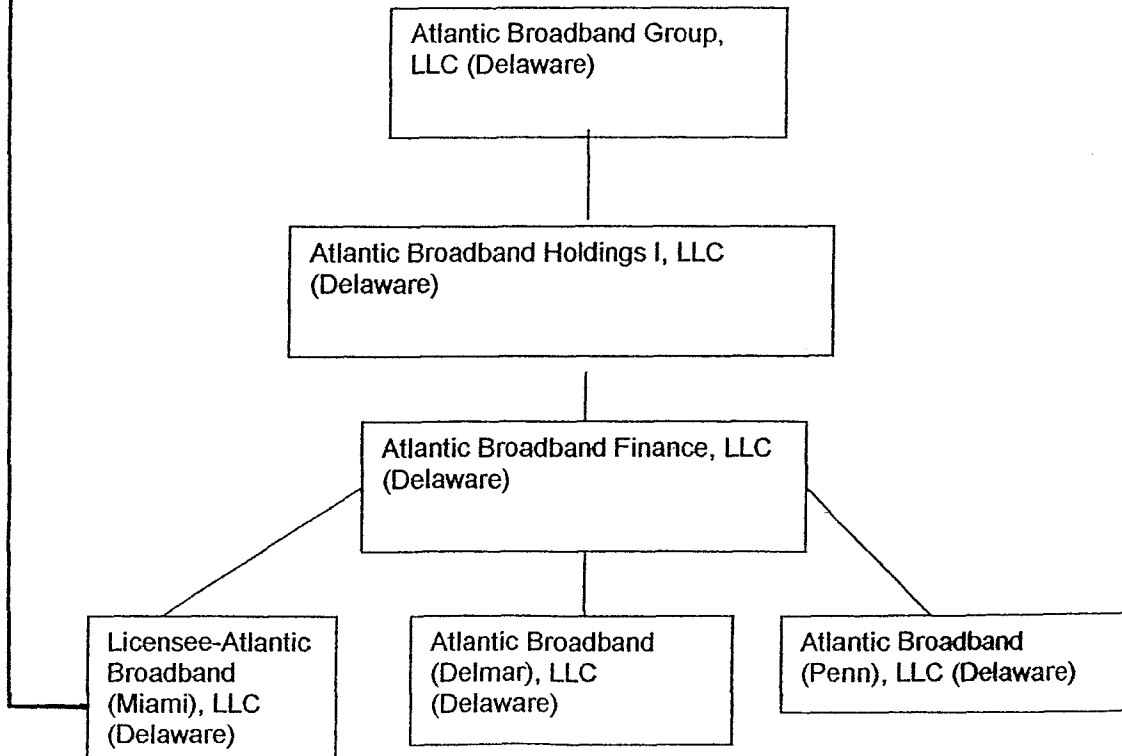
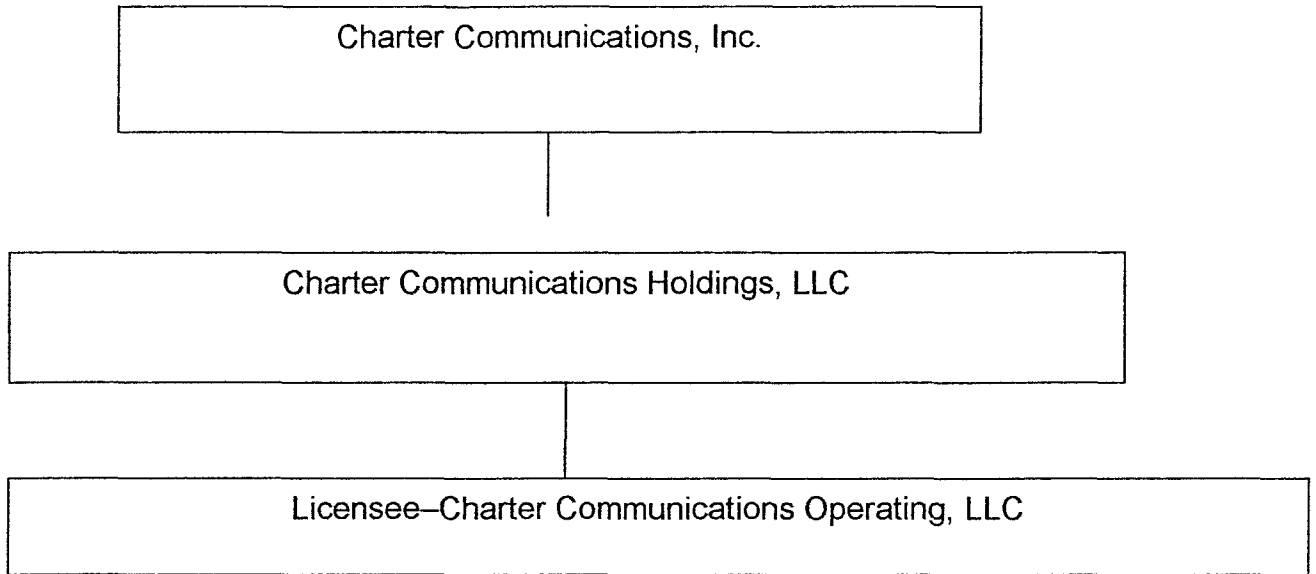


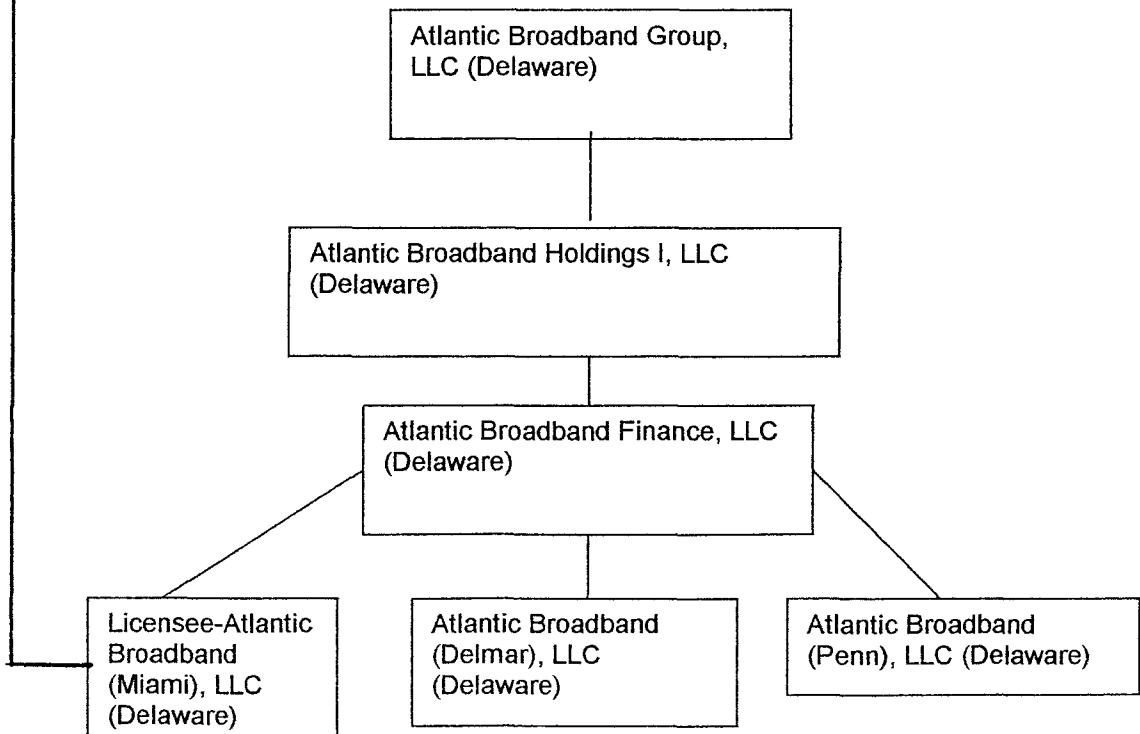
EXHIBIT "A"

Miami-Dade (ICP), FL

**Before Transfer**



**After Transfer**



Approved [Signature] Mayor

Veto \_\_\_\_\_

Override \_\_\_\_\_

Agenda m No. 6(C)(1)(A)  
7-13-

OFFICIAL FILE COPY  
CLERK OF THE BOARD  
OF COUNTY COMMISSIONERS  
DADE COUNTY, FLORIDA

RESOLUTION NO. R-745-99

RESOLUTION CONDITIONALLY APPROVING THE  
TRANSFER OF CONTROL OF THE NON-EXCLUSIVE  
CABLE TELEVISION LICENSE OF RIFKIN/NARRAGANSETT  
SOUTH FLORIDA CATV PARTNERSHIP LIMITED TO  
INTERLINK COMMUNICATIONS PARTNERS LLLP

WHEREAS, this Board granted Rifkin/Narragansett South Florida CATV Limited Partnership ("Licensee") renewal of a non-exclusive cable television license for the period of ten years running from May 16, 1993 to May 16, 2003 in Resolution No. R-989-92, adopted September 15, 1992; and

WHEREAS, a 100% interest in the Licensee is owned indirectly by Rifkin/Narragansett South Florida CATV Limited Partnership, whose parent company is Rifkin Co.; and

WHEREAS, InterLink Communications Partners, LLLP has entered into agreements to purchase all of the limited partnership interests in Rifkin/Narragansett South Florida CATV Limited Partnership and all of the general and limited partnership interests Rifkin/Narragansett South Florida Cable Management Limited Partnership, the general partner of Rifkin/Narragansett South Florida CATV Limited Partnership; and

WHEREAS, upon the acquisition of all of the limited and general partnership interests, Rifkin/Narragansett South Florida CATV Limited Partnership will be dissolved by operation of law and all of its assets, including the License, shall be assigned to InterLink Communications Partners, LLLP; and

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WHEREAS, Section 8AA-14(c)(2) of the Code of Miami-Dade County requires the approval of the Board of County Commissioners for any assignment, sale or transfer of more than forty percent of the ownership of any parent corporation, parent entity or holding company that owns, or by ownership of other entities, controls the licensee; and

WHEREAS, Rifkin/Narragansett South Florida CATV Limited Partnership has filed the required application for approval of the transfer; and

WHEREAS, Miami-Dade County has reviewed InterLink Communications Partners, LLLP's legal, financial, technical and character qualifications and has determined that it would be unreasonable to withhold approval; and

WHEREAS, this Board desires to accomplish the purpose outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that:**

Section 1. Subject to the conditions stated below, this Board approves the transfer of ownership of Rifkin/Narragansett South Florida CATV Limited Partnership, which through a wholly owned subsidiary owns 100% of the Licensee, to InterLink Communications Partners LLLP.

Section 2. The Licenses shall continue to have the same duration and be governed by the terms and conditions of the renewal of the License as expressed in Resolution No. R-989-92, which is attached and incorporated by reference. The Licensee will continue to be controlled by

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TO: Honorable Chairperson and Members  
Board of County Commissioners

DATE: July 13, 1999

SUBJECT: Resolution approving transfer of control  
of the Non-Exclusive Cable Television  
License of Rifkin/Narragansett to InterLink  
Communications Partners, LLLP

FROM: M.R. Stierheim  
County Manager

### RECOMMENDATION

It is recommended that the Board approve the attached resolution which conditionally approves the transfer of ownership of the non-exclusive cable television license of Rifkin/Narragansett d/b/a CableVision to InterLink Communications Partners, LLLP. The resolution incorporates 1) a "Most Favored Nations" clause stating that InterLink will provide open access to providers of unaffiliated Internet services if such access is offered by InterLink in any other community; 2) a provision that Internet services shall be deemed "cable services" for the purpose of calculating license fees payable to Miami-Dade County; 3) a reservation of the right to require open access in the future; and 4) settlement of an ongoing license fee dispute. This resolution addresses the first of a two-part transfer of ownership request. The second transfer of the license is to Charter Communications Operating, LLC (Charter), which is the subject of a separate resolution.

### BACKGROUND

Rifkin/Narragansett is the parent company of CableVision which operates in Miami-Dade County. It has applied for a two-stage transfer of its cable license. This resolution addresses only the first part of the transfer. In this transfer, CableVision's parent company Rifkin/Narragansett is establishing a new holding company with InterLink Communications Partners, LLLP as a direct subsidiary. If this transfer is approved, control of the license will shift from Rifkin/Narragansett to the newly formed entity InterLink and the limited and general partnership interests of Rifkin/Narragansett will be dissolved.

The Federal Cable Communications Policy Act, as amended in 1992, establishes the procedural guidelines and time frames to be followed for transfers of ownership of cable television licenses. In addition to a review of the past performance of the existing cable operator, the Act allows the County 120 days from receipt of a complete transfer application to determine if the transferee has met all federal and local transfer requirements. The County must make a determination to accept or deny the first transfer no later than September 27, 1999, and the second transfer no later than October 22, 1999. Transfers of ownership can only be denied by a local franchising authority for the following reasons: 1) the buyer lacks the necessary legal, technical or financial qualifications; 2) the buyer has not agreed to comply with valid license obligations; or 3) the transfer eliminates or reduces competition in the community pursuant to Section 613(d) of the Cable Act.

The Consumer Services Department has reviewed the past performance of CableVision and has determined that it is in compliance with its cable television license with the exception of an outstanding license fee dispute. CableVision has agreed to pay Miami-Dade County \$799,071 of which \$688,895 will be held in a County account pending the appeal of a summary judgment won by the County. In addition, staff has completed a review of InterLink's legal, technical, financial, and character qualifications to operate a cable television system and determined that InterLink meets the criteria set forth under federal and local laws.

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InterLink was formed in 1997 as part of an internal reorganization of CableVision's parent company Rifkin/Narragansett. In addition to the Rifkin/Narragansett cable systems, InterLink operates cable systems in Kentucky, Virginia and West Virginia.

The granting of the transfer will not reduce competition because InterLink is not reducing direct competition for customers among Miami-Dade County cable TV providers.

CableVision currently serves approximately 65,000 subscribers in the areas of Miami Beach, Surfside, Bal Harbour, Bay Harbor Islands, Sunny Isles, North Bay Village, Golden Beach and Aventura. The license of CableVision was last reviewed on September 15, 1992, when the Board approved a resolution approving the non-exclusive cable television license renewal for the period of May 16, 1993 through May 16, 2003.

On April 13, 1999, the Board considered an ordinance relating to access to broadband Internet access transport services. The ordinance was deferred for a period of six (6) months or upon the conclusion of all pending litigation and local government studies. Pursuant to this directive, staff is continuing to gather information relating to this issue. InterLink has indicated its willingness to agree to two conditions related to that concern. First, InterLink agreed to a "Most Favored Nations" clause which will provide open access to unaffiliated Internet service providers in Miami-Dade County, if technically feasible, and access is provided in any other community. Second, they agreed to pay license fees on any revenues received on Internet services.

Until we come back to the Commission with a final report regarding whether open access to unaffiliated Internet service providers should be mandated, a reservation of the right to require such open access has been included in each transfer resolution to protect the public interest.

If the transfers are approved, the attached resolutions indicate that the license continues to have the same duration and be governed by the terms of the existing licenses as expressed in Resolution No. R-989-92; the licensee will continue to be controlled by the provisions of the Miami-Dade County Cable Television Ordinance; all past rate regulation orders shall remain binding and the licenses are conditionally transferred upon municipal approval, if necessary.

An organizational chart illustrating the transfer is attached.

Attachments



the provisions of the Miami-Dade Cable Television Ordinance codified in Chapter 8AA of the Code of Miami-Dade County, as amended from time to time, and all rules and regulations promulgated by the County.

Section 3. This transfer is approved under the condition that, within 30 days of the closing of the transaction, InterLink will file with the County Manager its written acceptance of the transfer, together with the insurance policies and bonding documents required by Sections 8AA-21 through 8AA-24 and its agreement to be bound by and to comply with all requirements pursuant to the provisions of Chapter 8AA and the License. All material statements and declarations contained in the transfer applications shall be incorporated as conditions of the license.

Section 4. Rifkin will pay to Miami-Dade County within 20 days from the date of this resolution and Miami-Dade County will agree to accept the amount of \$799,071 (of which \$688,895 will be held in a County account pending the appeal of a summary judgment won by the County) as full and complete satisfaction of all claims of Miami-Dade County for unpaid license fees for years 1991 through and including 1998. All other violations of the license terms or fee payment discrepancies shall remain the joint and severable responsibility of Rifkin/Narragansett South Florida CATV Limited Partnership, InterLink, their successors and assigns, and its new parent corporations. All past rate regulation proceedings and orders shall remain binding and in full force and effect as to the Licensee, its successors and assigns, and its new parent corporations.

Section 5. In the event Licensee offers cable Internet services over its cable system in Miami-Dade County, Licensee shall provide open access on a "Most Favored Nations" basis. This means ( 1 ) any access through its cable modem platform which Licensee makes universally available to all unaffiliated third party providers of Internet access and online services in any other community shall be made available by Licensee to all such providers in Miami-Dade County on comparable terms and conditions, or (2) any access through its cable modem platform which Licensee provides to unaffiliated third party providers of Internet access and on-line services providers due to agreements negotiated by Licensee with government entities or the lawful nondiscriminatory regulations of government entities shall be made available by Licensee to all such similar providers in Miami-Dade County on comparable terms and conditions. This requirement shall be subject to technical feasibility. Licensee shall comply with all lawful requirements with respect to access to Licensee's cable modem platform for providers of Internet access and online services.

Section 6. To the extent consistent with applicable law, or to the extent no otherwise applicable law exists, the Licensee agrees that cable Internet services, including, but not limited to Total-Web or similar services, provided by the Licensee, its parent, affiliates or subsidiaries over the cable system in the County shall be deemed "cable services" as provided under Title VI of the Communications Act of 1934, as amended. Revenues received by Licensee, and to the extent consistent with the License and not inconsistent with applicable law, its parent, wholly owned or controlled affiliates, or subsidiaries from such services provided over the Licensee's cable system in the County, including, but not limited to, cable modem equipment, advertising locally sold and shown in the County and sales revenues from commissions which may be paid to

Licensee for sales occurring in the County, shall be included within the definition of gross revenues for the purposes of the license fee calculation to the maximum extent required by the License and consistent with applicable law. It is the intent of the parties that this paragraph applies no more broadly than the existing cable television license with respect to other cable services.

Section 7. Nothing herein shall be deemed a waiver of any right the County may have now or in the future to require the transferee to unbundle broadband cable modem access from content based upon any ground that governing law may provide. Nor shall the County's decision to refrain from mandating such unbundling as part of this transfer prevent the County from doing so in the future for any ground that governing law may provide. The County shall have no less power to mandate such unbundling during the term of the transferred license than the County has at the time of this transfer, unless such power is preempted by state or federal law.

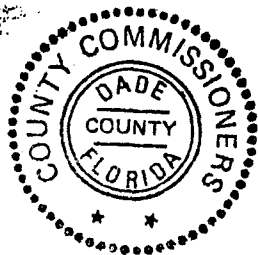
Section 8. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Miami-Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.

Section 9. This License is conditionally transferred upon the final approval by any municipality in which the licensee operates, if municipal approval is required.

The foregoing resolution was offered by Commissioner **Dennis C. Moss**, who moved its adoption. The motion was seconded by Commissioner **Gwen Margolis** and upon being put to a vote, the vote was as follows:

Dr. Miriam Alonso	aye	Bruno A. Barreiro	aye
Dr. Barbara M. Carey-Shuler	aye	Miguel Diaz de la Portilla	aye
Betty T. Ferguson	aye	Gwen Margolis	aye
Natacha Seijas Millan	aye	Jimmy L. Morales	aye
Dennis C. Moss	aye	Pedro Reboredo	absent
Dorin D. Rolle	aye	Katy Sorenson	aye
Javier D. Souto	aye		

The Chairperson thereupon declared the resolution duly passed and adopted this 13th day of July, 1999. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

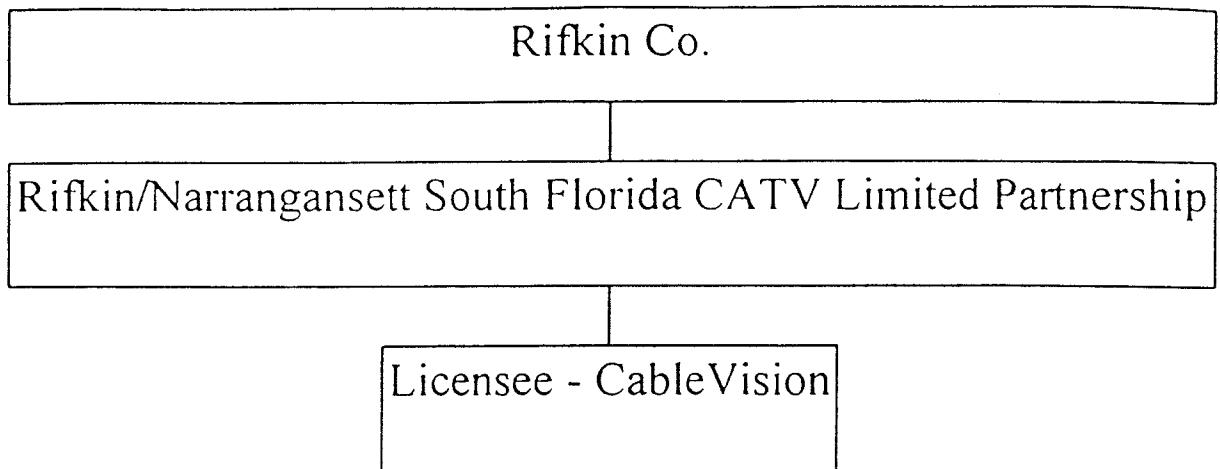


MIAMI-DADE COUNTY,  
FLORIDA  
BY ITS BOARD OF  
COUNTY COMMISSIONERS

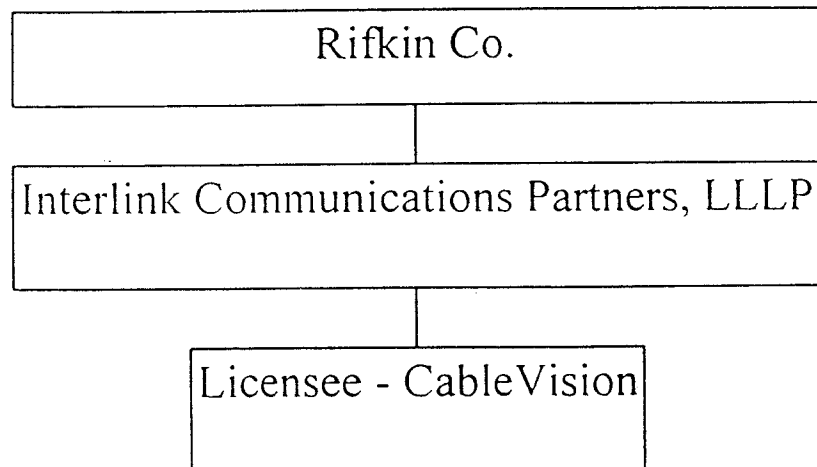
HARVEY RUVIN, CLERK

BY: **KAY SULLIVAN**  
Deputy Clerk

Approved by County Attorney as  
to form and legal sufficiency. TWL



After Transfer

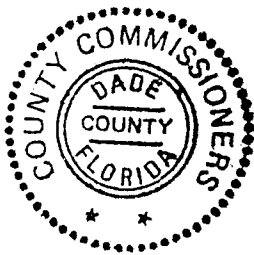


STATE OF FLORIDA                     )  
  )  
COUNTY OF MIAMI-DADE            )

SS:

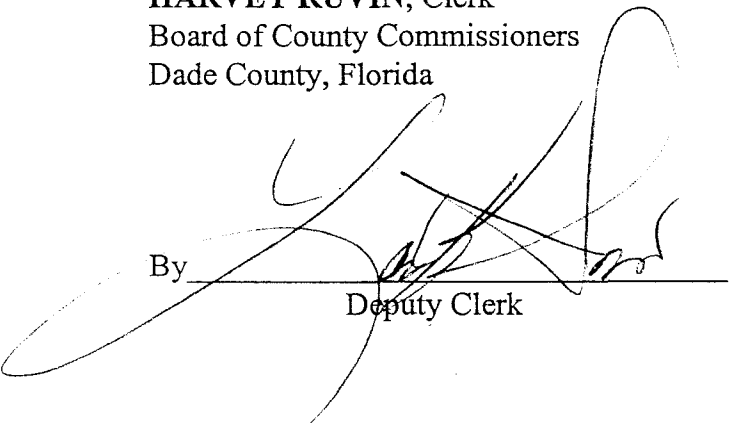
I, **HARVEY RUVIN**, Clerk of the Circuit Court in and for Miami-Dade County,  
Florida and Ex-Officio Clerk of the Board of County Commissioners of Said County,  
**Do Hereby Certify** that the above and foregoing is a true and correct copy of  
Resolution No. R-745-99 adopted by said board of County Commissioners  
at its meeting held on July 13,, 1999.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on  
this 16th day of July, A.D. 1999.



SEAL

**HARVEY RUVIN**, Clerk  
Board of County Commissioners  
Dade County, Florida

By   
Deputy Clerk

Board of County Commissioners  
Miami-Dade County, Florida

Approved \_\_\_\_\_ Mayor

Veto \_\_\_\_\_

Override \_\_\_\_\_

Agenda Item No. 6(C)(1)(B)  
7-13-99

OFFICIAL FILE COPY  
CLERK OF THE BOARD  
OF COUNTY COMMISSIONERS  
DADE COUNTY, FLORIDA

RESOLUTION NO. R-746-99

RESOLUTION CONDITIONALLY APPROVING THE  
TRANSFER OF CONTROL OF THE NON-EXCLUSIVE  
CABLE TELEVISION LICENSE OF INTERLINK  
COMMUNICATIONS PARTNERS, LLLP TO CHARTER  
COMMUNICATIONS OPERATING, LLC.

WHEREAS, this Board granted Rifkin/Narragansett South Florida CATV Limited Partnership ("Rifkin") renewal of a non-exclusive cable television license for the period of ten years running from May 16, 1993 to May 16, 2003 in Resolution No. R-989-92, adopted September 15, 1992; and

WHEREAS, a 100% interest in Rifkin is owned by InterLink Communications Partners, LLLP, whose parent company is Rifkin Co.; and

WHEREAS, Charter Communications Operating, LLC. has entered into agreements to purchase all of the limited partnership interests in InterLink Communications, Partners, LLLP.

WHEREAS, upon the acquisition of all of the limited and general partnership interests, all of its assets, including the License, shall be assigned to Charter Communications Operating, LLC "Licensee"; and

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WHEREAS, Section 8AA-14(c)(2) of the Code of Miami-Dade County requires the approval of the Board of County Commissioners for any assignment, sale or transfer of more than forty percent of the ownership of any parent corporation, parent entity or holding company that owns, or by ownership of other entities, controls the licensee; and

WHEREAS, InterLink Communications Partners, LLLP has filed the required application for approval of the transfer; and

WHEREAS, Miami-Dade County has reviewed Charter Communications Operating, LLC's legal, financial, technical and character qualifications and has determined that it would be unreasonable to withhold approval; and

WHEREAS, this Board desires to accomplish the purpose outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that:**

Section 1. Subject to the conditions stated below, this Board approves the transfer of ownership of InterLink Communications Partners, LLLP. to Charter Communications Operating, LLC.

Section 2. The License shall continue to have the same duration and be governed by the terms and conditions of the renewal of the License as expressed in Resolution No. R-989-92, which is attached and incorporated by reference. The License will continue to be controlled by the provisions of the Miami-Dade Cable Television Ordinance codified in Chapter 8AA of the





TO: Honorable Chairperson and Members  
Board of County Commissioners

DATE: July 13, 1999

FROM: M.R. Sternheim  
County Manager

SUBJECT: Resolution approving transfer of control of  
the Non-Exclusive Cable Television License  
of InterLink Communications Partners,  
LLLP to Charter Communications Operating,  
LLC.

### RECOMMENDATION

It is recommended that the Board approve the attached resolution which conditionally approves the transfer of ownership of the non-exclusive cable television license of InterLink Communications Partners, LLLP (InterLink) to Charter Communications Operating, LLC. (Charter). The resolution incorporates 1) a "Most Favored Nations" clause stating that Charter will provide open access to providers of unaffiliated Internet services if such access is offered by Charter in any other community; 2) a provision that Internet services shall be deemed "cable services" for the purpose of calculating license fees payable to Miami-Dade County; and 3) a reservation of the right to require open access in the future. This is the second of a two-part transfer of ownership request. In the first transfer, the license of Rifkin/Narragansett d/b/a CableVision was transferred to InterLink Communications Partners, LLLP under a separate resolution.

### BACKGROUND

Rifkin is the parent company of InterLink operating in Miami-Dade County. This resolution addresses the second part of a two-stage transfer of its cable license. The first stage is addressed in a separate resolution. If this second transfer is approved, control of the license will shift from InterLink to Charter. After the transfer to Charter, InterLink will no longer have an interest in the Miami-Dade license. The system will be owned and operated by Charter.

The Federal Cable Communications Policy Act, as amended in 1992, establishes the procedural guidelines and time frames to be followed for transfers of ownership of cable television licenses. In addition to a review of the past performance of the existing cable operator, the Act allows the County 120 days from receipt of a complete transfer application to determine if the transferee has met all federal and local transfer requirements. The County must make a determination to accept or deny the first transfer no later than September 27, 1999, and the second transfer no later than October 22, 1999. Transfers of ownership can only be denied by a local franchising authority for the following reasons: 1) the buyer lacks the necessary legal, technical or financial qualifications; 2) the buyer has not agreed to comply with valid license obligations; or 3) the transfer eliminates or reduces competition in the community pursuant to Section 613(d) of the Cable Act.

The Consumer Services Department has reviewed the past performance of the Licensee and has determined that it is in compliance with its cable television license. In addition, staff has completed a review of Charter's legal, technical, financial, and character qualifications to operate a cable television system and determined that InterLink meets the criteria set forth under federal and local laws.

Founded in 1993, Charter is one of the top 10 cable television providers in the US, with about 1.2 million subscribers in 19 states. Charter has invested heavily in construction of its cable plant fiber optics

infrastructure spending more than \$200 million in 1998. In the last five years, Charter acquired 22 cable systems. Following the transfer, Charter will serve approximately 65,000 subscribers in the areas of Miami Beach, Surfside, Bal Harbour, Bay Harbor Islands, Sunny Isles, North Bay Village, Golden Beach and Aventura.

The license of InterLink was last reviewed on September 15, 1992, when the Board conditionally approved a resolution approving the non-exclusive cable television license renewal for the period of May 16, 1993 through May 16, 2003.

Although, Charter is seeking to acquire the cable TV license of Cable Satellite of South Miami, Inc. under a separate transfer, competition among cable subscribers is not being reduced in the respective license areas that Charter is seeking.

On April 13, 1999, the Board considered an ordinance relating to access to broadband Internet access transport services. The ordinance was deferred for a period of six (6) months or upon the conclusion of all pending litigation and local government studies. Pursuant to this directive, staff is continuing to gather information relating to this issue. Charter has indicated its willingness to agree to two conditions related to that concern. First, Charter agreed to a "Most Favored Nations" clause which will provide open access to unaffiliated Internet service providers in Miami-Dade County, if technically feasible, and access is provided in any other community. Second, they agreed to pay license fees on any revenues received on Internet services.

Until we come back to the Commission with a final report regarding whether open access to unaffiliated Internet service providers should be mandated, a reservation of the right to require such open access has been included in the transfer resolution to protect the public interest.

If the transfers are approved, the attached resolutions indicate that the license continues to have the same duration and be governed by the terms of the existing licenses as expressed in Resolution No. R-989-92; the licensee will continue to be controlled by the provisions of the Miami-Dade County Cable Television Ordinance; all past rate regulation orders shall remain binding and the licenses are conditionally transferred upon municipal approval, if necessary.

An organizational chart illustrating the transfers is attached.

Attachments

content based upon any ground that governing law may provide. Nor shall the County's decision to refrain from mandating such unbundling as part of this transfer prevent the County from doing so in the future for any ground that governing law may provide. The County shall have no less power to mandate such unbundling during the term of the transferred license than the County has at the time of this transfer, unless such power is preempted by state or federal law.

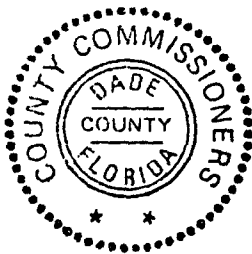
Section 8. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Miami-Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.

Section 9. This License is conditionally transferred upon the final approval by any municipality in which the licensee operates, if municipal approval is required. This transfer is also subject to (1) the Board of County Commissioners approving the transfer from Rifkin to InterLink; and (2) Rifkin and InterLink satisfying all conditions to the transfers.

The foregoing resolution was offered by Commissioner **Dennis C. Moss**, who moved its adoption. The motion was seconded by Commissioner **Gwen Margolis** and upon being put to a vote, the vote was as follows:

Dr. Miriam Alonso	aye	Bruno A. Barreiro	aye
Dr. Barbara M. Carey-Shuler	aye	Miguel Diaz de la Portilla	aye
Betty T. Ferguson	aye	Gwen Margolis	aye
Natacha Seijas Millan	aye	Jimmy L. Morales	aye
Dennis C. Moss	aye	Pedro Reboredo	absent
Dorin D. Rolle	aye	Katy Sorenson	aye
Javier D. Souto	aye		

The Chairperson thereupon declared the resolution duly passed and adopted this 13th day of July, 1999. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.



MIAMI-DADE COUNTY,  
FLORIDA  
BY ITS BOARD OF  
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

BY: **KAY SULLIVAN**  
Deputy Clerk

Approved by County Attorney as  
to form and legal sufficiency. TwL

Code of Miami-Dade County, as amended from time to time, and all rules and regulations promulgated by the County.

Section 3. This transfer is approved under the condition that, within 30 days of the closing of the transaction, Charter will file with the County Manager its written acceptance of the transfer, together with the insurance policies and bonding documents required by Sections 8AA-21 through 8AA-24 and its agreement to be bound by and to comply with all requirements pursuant to the provisions of Chapter 8AA and the License. All material statements and declarations contained in the transfer applications shall be incorporated as conditions of the license.

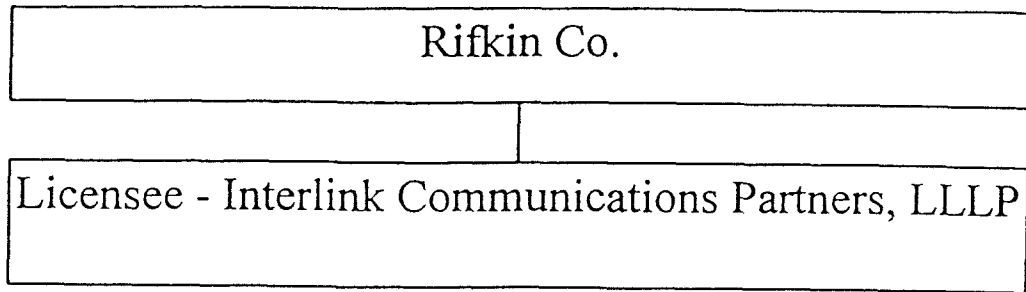
Section 4. All audit discrepancies, violations of the license terms and license fee recomputations shall remain the joint and severable responsibility of Charter Communications Operating , LLC., InterLink, their successors and assigns, and its new parent corporations. All past rate regulation proceedings and orders shall remain binding and in full force and effect as to the Licensee, its successors and assigns, and its new parent corporations.

Section 5. In the event Licensee offers cable Internet services over its cable system in Miami-Dade County, Licensee shall provide open access on a "Most Favored Nations" basis. This means ( 1 ) any access through its cable modem platform which Licensee makes universally available to all unaffiliated third party providers of Internet access and online services in any other community shall be made available by Licensee to all such providers in Miami-Dade County on comparable terms and conditions, or (2) any access through its cable modem platform which Licensee provides to unaffiliated third party providers of Internet access and on-line

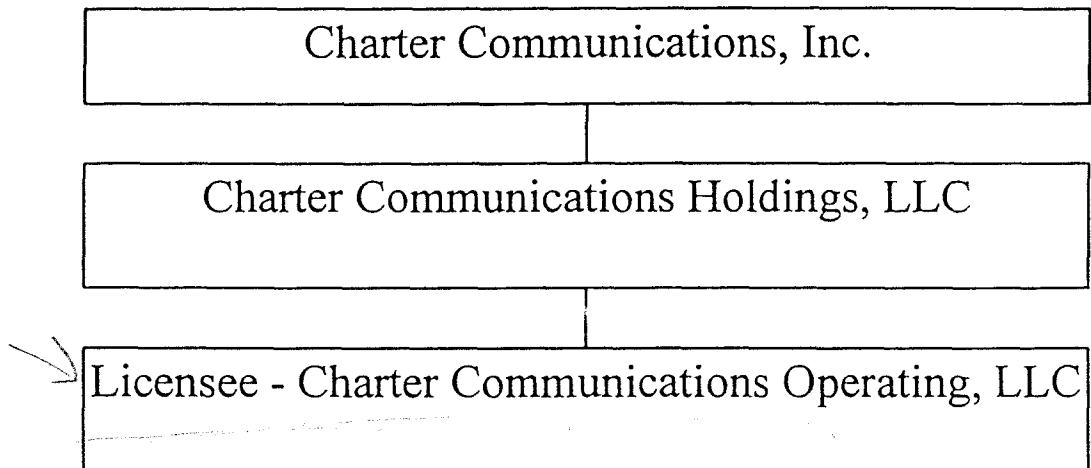
services providers due to agreements negotiated by Licensee with government entities or the lawful nondiscriminatory regulations of government entities shall be made available by Licensee to all such similar providers in Miami-Dade County on comparable terms and conditions. This requirement shall be subject to technical feasibility. Licensee shall comply with all lawful requirements with respect to access to Licensee's cable modem platform for providers of Internet access and online services.

Section 6. To the extent consistent with applicable law, or to the extent no otherwise applicable law exists, the Licensee agrees that cable Internet services, including, but not limited to Total-Web or similar services, provided by the Licensee, its parent, affiliates or subsidiaries over the cable system in the County shall be deemed "cable services" as provided under Title VI of the Communications Act of 1934, as amended. Revenues received by Licensee, and to the extent consistent with the License and not inconsistent with applicable law, its parent, wholly owned or controlled affiliates, or subsidiaries from such services provided over the Licensee's cable system in the County, including, but not limited to, cable modem equipment, advertising locally sold and shown in the County and sales revenues from commissions which may be paid to Licensee for sales occurring in the County, shall be included within the definition of gross revenues for the purposes of the license fee calculation to the maximum extent required by the License and consistent with applicable law. It is the intent of the parties that this paragraph applies no more broadly than the existing cable television license with respect to other cable services.

Section 7. Nothing herein shall be deemed a waiver of any right the County may have now or in the future to require the transferee to unbundle broadband cable modem access from



After Transfer



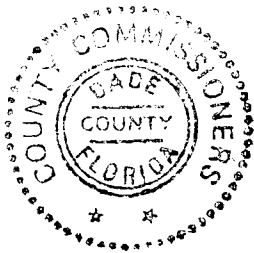
STATE OF FLORIDA                     )  
  )  
COUNTY OF MIAMI-DADE            )

SS:

I, **HARVEY RUVIN**, Clerk of the Circuit Court in and for Miami-Dade County,  
Florida and Ex-Officio Clerk of the Board of County Commissioners of Said County,

**Do Hereby Certify** that the above and foregoing is a true and correct copy of  
Resolution No. R-746-99 adopted by said board of County Commissioners  
at its meeting held on July 13, 1999.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on  
this 16th day of July, A.D. 1999.



SEAL

**HARVEY RUVIN**, Clerk  
Board of County Commissioners  
Dade County, Florida

By \_\_\_\_\_

Deputy Clerk

Board of County Commissioners  
Miami-Dade County, Florida



Approved *[Signature]* Mayor  
Veto \_\_\_\_\_  
Override \_\_\_\_\_

Agenda Item No. 6(C)(1)(C)  
7-13-99

OFFICIAL FILE COPY  
CLERK OF THE BOARD  
OF COUNTY COMMISSIONERS  
DADE COUNTY, FLORIDA

RESOLUTION NO. R-747-99

RESOLUTION CONDITIONALLY APPROVING THE  
TRANSFER OF CONTROL OF THE NON-EXCLUSIVE  
CABLE TELEVISION LICENSES OF CABLE SATELLITE OF  
SOUTH MIAMI, INC. TO CHARTER COMMUNICATIONS,  
LLC

WHEREAS, this Board granted Cable Satellite of South Miami, Inc., ("Licensee")  
renewal of a non-exclusive cable television licenses for the period of ten years in Resolution No.  
R-705-90; and

WHEREAS, Cable Satellite of South Miami, Inc. holds a 100% interest in the license;  
and

WHEREAS, Cable Satellite of South Miami, Inc. has entered into a Purchase and Sale  
Agreement (the "Agreement") with Charter Communications, LLC to transfer the cable system  
and its license; and

WHEREAS, the Agreement provides for the sale of the assets of the Licensee which  
comprise the License; and

WHEREAS, Section 8AA-14(c)(2) of the Code of Miami-Dade County requires the  
approval of the Board of County Commissioners for any assignment, sale or transfer of more  
than forty percent of the ownership of any parent corporation, parent entity or holding company  
that owns, or by ownership of other entities, controls the licensee; and

WHEREAS, Cable Satellite of South Miami, Inc. and Charter Communications, LLC have filed the required application for approval of the transfer; and

WHEREAS, Miami-Dade County has reviewed Charter Communications, LLC's legal, financial, technical and character qualifications and has determined that it would be unreasonable to withhold approval; and

WHEREAS, this Board desires to accomplish the purpose outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF DADE COUNTY, FLORIDA, that:**

Section 1. Subject to the conditions stated below, this Board approves the transfer of ownership of Cable Satellite of South Miami, Inc. to Charter Communications, LLC ("Charter").

Section 2. The License shall continue to have the same duration and be governed by the terms and conditions of the renewal of the License as expressed in Resolution No. R-705-90 which is attached and incorporated by reference. The Licensee will continue to be controlled by the provisions of the Miami-Dade Cable Television Ordinance codified in Chapter 8AA of the Code of Miami-Dade County, as amended from time to time, and all rules and regulations promulgated by the County.



## MEMORANDUM

Agenda Item No. 6(C)(1)(C)

TO: Honorable Chairperson and Members  
Board of County Commissioners

DATE: July 13, 1999

SUBJECT: Resolution approving Transfer of Control  
of Cable Satellite of South Miami, Inc. to  
Charter Communications, LLC

FROM: M.R. Stierheim  
County Manager

**RECOMMENDATION**

It is recommended that the Board approve the attached resolution which conditionally approves the transfer of ownership of the Miami-Dade cable television license of Cable Satellite of South Miami, Inc. (Cable Satellite) to Charter Communications, LLC (Charter). The resolution incorporates a "Most Favored Nations" clause stating that Charter will provide open access to providers of unaffiliated Internet services if such access is offered by Charter in any other community; a provision that Internet services shall be deemed "cable services" for the purpose of calculating license fees payable to Miami-Dade County; and a reservation of the right to require open access in the future.

**BACKGROUND**

Cable Satellite has entered into a Purchase and Sale Agreement with Charter that provides for the sale of Cable Satellite's cable system.

The Federal Cable Communications Policy Act, as amended in 1992, establishes the procedural guidelines and time frames to be followed for transfers of ownership of cable television licenses. In addition to a review of the past performance of the existing cable operator, the Act allows the County 120 days from receipt of a complete transfer application to determine if the transferee has met all federal and local transfer requirements. The County must make a determination to accept or deny the transfers no later than October 22, 1999.

Transfers of ownership can only be denied by a local franchising authority for the following reasons: 1) the buyer lacks the necessary legal, technical or financial qualifications; 2) the buyer has not agreed to comply with valid license obligations; or 3) the transfer eliminates or reduces competition in the community pursuant to Section 613(d) of the Cable Act. Staff has completed a review of Charter's legal, technical, financial, and character qualifications to operate a cable television system and determined that they meet these criteria.

Founded in 1993, Charter is one of the top 10 cable television providers in the US, with about 1.2 million subscribers in 19 states. Charter has invested heavily in construction of its cable plant fiber optics infrastructure spending more than \$200 million in 1998. In the last five years, Charter acquired 22 cable systems. Following the transfer, Charter will serve 9,472 subscribers in the areas of South Miami, Pinecrest, and areas of Southwest Miami-Dade County.

The granting of the transfers will not reduce competition because Cable Satellite and Charter do not compete directly for customers.

On April 13, 1999, the Board considered an ordinance relating to access to broadband Internet access transport services. The ordinance was deferred for a period of six (6) months or upon the conclusion of all pending litigation and local government studies. Pursuant to this directive, staff is continuing to gather information relating to this issue. Charter has indicated its willingness to agree to two (2) conditions related to that concern. First, Charter agreed to a "Most Favored Nations" clause which will provide open access to unaffiliated Internet service providers in Miami-Dade County, if technically feasible, and access is provided in any other community. Second, they agreed to pay license fees on any revenues received on Internet services.

Until we come back to the Commission with a final report regarding whether open access to unaffiliated Internet service providers should be mandated, a reservation of the right to require such open access has been included in the transfer resolution to protect the public interest.

If the transfer is approved, the attached resolution indicates that the license will continue to have the same duration and be governed by the terms of the existing license as expressed in Resolution No. R-705-90; the licensee will continue to be controlled by the provisions of the Miami-Dade County Cable Television Ordinance; all past rate regulation orders shall remain binding and the licenses are conditionally transferred upon municipal approval, if necessary.

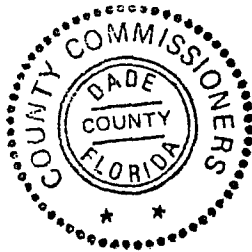
An organizational chart illustrating the transfer is attached.

Attachments

The foregoing resolution was offered by Commissioner **Dennis C. Moss**, who moved its adoption. The motion was seconded by Commissioner **Gwen Margolis** and upon being put to a vote, the vote was as follows:

Dr. Miriam Alonso	aye	Bruno A. Barreiro	aye
Dr. Barbara M. Carey-Shuler	aye	Miguel Diaz de la Portilla	aye
Betty T. Ferguson	aye	Gwen Margolis	aye
Natacha Seijas Millan	aye	Jimmy L. Morales	aye
Dennis C. Moss	aye	Pedro Reboredo	absent
Dorrian D. Rolle	aye	Katy Sorenson	aye
Javier D. Souto			aye

The Chairperson thereupon declared the resolution duly passed and adopted this 13th day of July, 1999. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.



MIAMI-DADE COUNTY,  
FLORIDA  
BY ITS BOARD OF  
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

BY: **KAY SULLIVAN**  
Deputy Clerk

Approved by County Attorney as  
to form and legal sufficiency. TWC

power to mandate such unbundling during the term of the transferred license than the County has at the time of this transfer, unless such power is preempted by state or federal law.

Section 8. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Miami-Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.

Section 9. These Licenses are conditionally transferred upon the final approval by any municipality in which the licensee operates, if municipal approval is required.

Section 3. This transfer is approved under the condition that, within 30 days of the closing of the transaction, Charter file with the County Manager its written acceptance of the transfer, together with the insurance policies and bonding documents required by Sections 8AA-21 through 8AA-24 and its agreement to be bound by and to comply with all requirements pursuant to the provisions of Chapter 8AA and the License. All material statements and declarations contained in the transfer application shall be incorporated as conditions of the license.

Section 4. All past and future audit discrepancies, violations of the license terms and license fee recomputation's shall remain the joint and severable responsibility of Cable Satellite of South Miami, Inc., Charter and their successors and assigns, and its new parent corporations. All past rate regulation proceedings and orders shall remain binding and in full force and effect as to the Licensee, its successors and assigns, and its new parent corporations.

Section 5. In the event Licensee offers cable Internet services over its cable system in Miami-Dade County, Licensee shall provide open access on a "Most Favored Nations" basis. This means ( 1 ) any access through its cable modem platform which Licensee makes universally available to all unaffiliated third party providers of Internet access and online services in any other community shall be made available by Licensee to all such providers in Miami-Dade County on comparable terms and conditions, or (2) any access through its cable modem platform which Licensee provides to unaffiliated third party providers of Internet access and on-line services providers due to agreements negotiated by Licensee with government entities or the lawful nondiscriminatory regulations of government entities shall be made available by Licensee to all such similar providers in Miami-Dade County on comparable terms and conditions. This

requirement shall be subject to technical feasibility. Licensee shall comply with all lawful requirements with respect to access to Licensee's cable modem platform for providers of Internet access and online services.

Section 6. To the extent consistent with applicable law, or to the extent no otherwise applicable law exists, the Licensee agrees that cable Internet services, including, but not limited to @Home, Roadrunner and Media Express or similar services, provided by the Licensee, its parent, affiliates or subsidiaries over the cable system in the County shall be deemed "cable services" as provided under Title VI of the Communications Act of 1934, as amended. Revenues received by Licensee, and to the extent consistent with the Licensing Agreement and not inconsistent with applicable law, its parent, wholly owned or controlled affiliates, or subsidiaries from such services provided over the Licensee's cable system in the County, including, but not limited to, cable modem equipment, advertising locally sold and shown in the County and sales revenues from commissions which may be paid to Licensee for sales occurring in the County, shall be included within the definition of gross revenues for the purposes of the license fee calculation to the maximum extent required by the License Agreement and consistent with applicable law. It is the intent of the parties that this paragraph applies no more broadly than the existing cable television license with respect to other cable services.

Section 7. Nothing herein shall be deemed a waiver of any right the County may have now or in the future to require the transferee to unbundle broadband cable modem access from content based upon any ground that governing law may provide. Nor shall the County's decision to refrain from mandating such unbundling as part of this transfer prevent the County from doing so in the future for any ground that governing law may provide. The County shall have no less

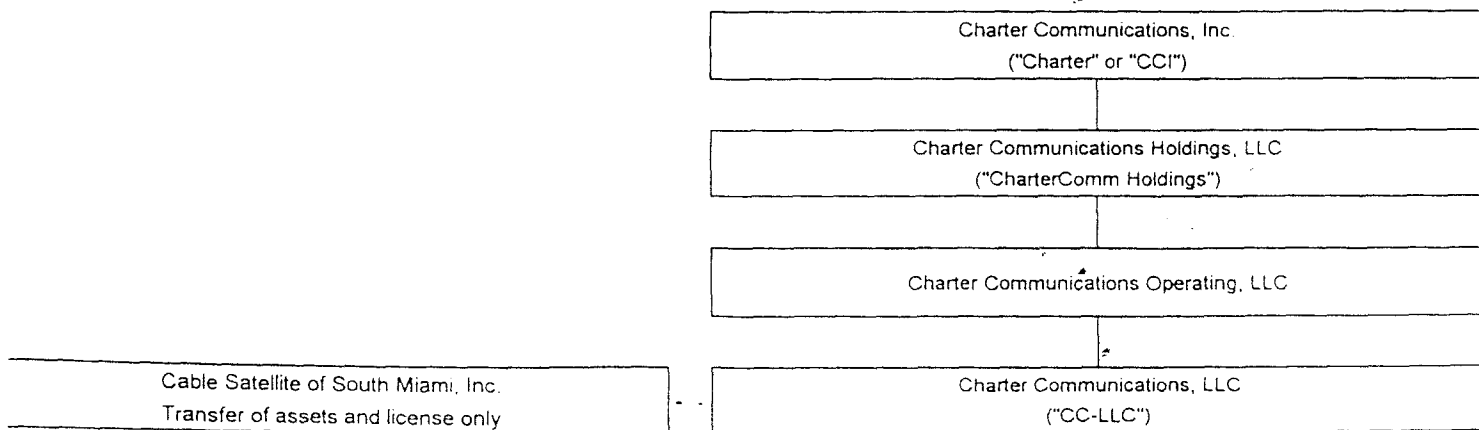


R- 747-99

## Cable Satellite to Charter (Before Transfer)

Cable Satellite of South Miami, Inc.

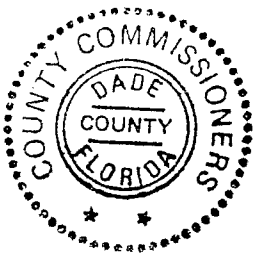
## Cable Satellite to Charter (After Transfer)



STATE OF FLORIDA                    )  
  )     SS:  
COUNTY OF MIAMI-DADE            )

I, **HARVEY RUVIN**, Clerk of the Circuit Court in and for Miami-Dade County,  
Florida and Ex-Officio Clerk of the Board of County Commissioners of Said County,  
**Do Hereby Certify** that the above and foregoing is a true and correct copy of  
Resolution No.       R-747-99       adopted by said board of County Commissioners  
at its meeting held on       July 13,      ,       1999      .

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on  
this       16th       day of       July      , A.D.       1999      .



SEAL

**HARVEY RUVIN**, Clerk  
Board of County Commissioners  
Dade County, Florida

By \_\_\_\_\_  
Deputy Clerk

Board of County Commissioners  
Miami-Dade County, Florida

Approved \_\_\_\_\_ Mayor  
Veto \_\_\_\_\_  
Override \_\_\_\_\_

Age item No. 6(C)(1)(A)  
3-20-01

OFFICIAL FILE COPY  
OF THE BOARD  
OF COUNTY COMMISSIONERS  
DADE COUNTY, FLORIDA

RESOLUTION NO. R-268-01

RESOLUTION CONDITIONALLY GRANTING CHARTER COMMUNICATIONS, LLC. RENEWAL OF A NON-EXCLUSIVE CABLE LICENSE; GRANTING CHARTER COMMUNICATIONS, LLC. A NON-EXCLUSIVE LICENSE AREA; GRANTING CERTAIN RIGHTS AND PRIVILEGES WITHIN SAID AREA TO CHARTER COMMUNICATIONS, LLC.; PROVIDING FOR TERMS AND CONDITIONS OF THE LICENSE RENEWAL; AND PROVIDING FOR FUTURE CONSIDERATIONS BY THE COUNTY COMMISSION

**WHEREAS**, on December 29, 1984 the federal Cable Communication Policy act of 1984 came into effect, which provided for a procedure for the renewal of cable television licenses; and

**WHEREAS**, on July 24, 1990, by Resolution No., R-705-90, the Board granted Cable Satellite of South Miami, Inc. renewal of a non-exclusive cable television license for a period of ten (10) years; and

**WHEREAS**, on July 13, 1999, by Resolution No. R-747-99, the Board approved the transfer of control of the non-exclusive cable television license of Cable Satellite of South Miami, Inc., to Charter Communications, LLC; and

**WHEREAS**, Miami-Dade County has reviewed the past performance of Charter Communications, LLC. and has identified the future cable related needs and interest of the community; and

**WHEREAS**, Charter Communication, LLC. is desirous of amending its license area to include all incorporated and unincorporated areas of Miami-Dade County; and

TO:

Hon. Chairperson and Members  
Board of County Commissioners

DATE: March 20, 2001

SUBJECT: Agenda Item No. 6(C)(1)(A)



FROM: Robert A. Ginsburg  
County Attorney

Please note any items checked.

- ☐ "4-Day Rule" (Applicable if raised)
- ☐ 6 weeks required between first reading and public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Statement of private business sector impact required
- ☐ Bid waiver requiring County Manager's written recommendation
- ☐ Ordinance creating a new board requires a detailed County Manager's report for public hearing
- ☐ "Sunset" provision required
- ☐ Legislative findings necessary

**WHEREAS**, this board desires to accomplish the purpose outlined in the accompanying memorandum, a copy of which is incorporate herein by reference,

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that**

Section 1. Charter Communications, LLC. is hereby granted renewal of a non-exclusive cable license for a period beginning March 8, 2001 and ending October 17, 2007. The terms and conditions of the license are set forth in Section 8AA of the code of Miami-Dade County.

Section 2. The non-exclusive license area of Charter Communications, LLC. is the incorporated and unincorporated areas of Miami-Dade County.

Section 3. Charter Communications, LLC. shall have the right and privilege to install and operate a cable system within the above described license area providing that Charter Communications, LLC. complies with the Miami-Dade County Cable Ordinance, all other applicable provisions of the Code of Miami-Dade County, and all rules and regulations adopted pursuant to the provisions of the Code.

Section 4. All audit discrepancies, violations of the license terms and license fee recomputations shall remain the joint and severable responsibility of Charter Communications, LLC., their successors and assigns, and its parent corporations.

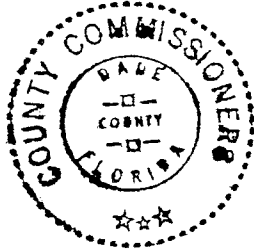
Section 5. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Miami-Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.

Section 6. This License is granted under the condition that it is accepted in writing by the Licensee as required by Section 8AA-9.

The foregoing resolution was offered by Commissioner **Dr. Barbara M. Carey-Shuler**, who moved its adoption. The motion was seconded by Commissioner **Gwen Margolis** and upon being put to a vote, the vote was as follows:

Dr. Miriam Alonso	<b>aye</b>	Bruno A. Barreiro	<b>absent</b>
Dr. Barbara M. Carey-Shuler	<b>aye</b>	Betty T. Ferguson	<b>aye</b>
Gwen Margolis	<b>aye</b>	Joe A. Martinez	<b>aye</b>
Jimmy L. Morales	<b>aye</b>	Dennis C. Moss	<b>aye</b>
Pedro Reboredo	<b>absent</b>	Dorrian D. Rolle	<b>aye</b>
Natacha Seijas	<b>absent</b>	Katy Sorenson	<b>aye</b>
		Javier D. Souto	<b>absent</b>

The Chairperson thereupon declared the resolution duly passed and adopted this 20th day of March, 2001. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.



MIAMI-DADE COUNTY, FLORIDA  
BY ITS BOARD OF  
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: **KAY SULLIVAN**  
Deputy Clerk

Approved by County Attorney as  
to form and legal sufficiency.

Twl



TO: Honorable Chairperson and Members  
Board of County Commission

DATE: March 20, 2001

FROM: Steve Shiver  
County Manager

SUBJECT: Resolution approving the renewal of  
the Non-Exclusive Cable License of  
Charter Communications, LLC.

### **RECOMMENDATION**

It is recommended that the Board approve the attached resolution which conditionally approves the renewal of the non-exclusive cable television license of Charter Communications, LLC. (Charter) for a period beginning March 8, 2001, through October 17, 2007. The license expiration date coincides with the last license expiration of existing cable licenses so that in the future all licenses will expire and be subject to renewal simultaneously. The resolution grants Charter a countywide license.

### **BACKGROUND**

In 1984, Congress adopted the Cable Communications Policy Act which redefined some of the relationships existing between local governments and their cable operators. A key provision of the Cable Act establishes procedural guidelines and time frames to be followed for the renewal of cable licenses. The procedure includes a review of the past performance of the cable operator and an assessment of the future cable related needs and interests of the community.

A community needs assessment was conducted by staff which consisted of several industry workshops, two public meetings held in Charter's license area, consumer surveys and the review of thousands of telephone calls and complaints taken from cable subscribers. As a result of staff's review of the above, Miami-Dade cable consumers have commented that they want (1) access to advanced cable services; (2) a reduction in telephone hold and busy times; (3) credit for outages lasting less than one day; (4) increased consumer protection standards; (5) concise and easy to understand billing; (6) credit and reduction in missed appointments; (7) notice pertaining to construction; and (8) additional programming choices.

Miami-Dade County staff has met with the cable industry on numerous occasions and is recommending new terms and conditions that meet the needs and interests of the community. Those terms and conditions are contained in an ordinance amending Section 8AA of the Code of Miami-Dade County that appears on today's agenda.



The Consumer Services Department has reviewed the past performance of Charter and has determined that it is in compliance with its cable license. In addition, staff has completed a review of Charter's legal, technical, financial, and character qualifications to operate a cable system and determined that Charter meets the criteria set forth under federal and local laws.

Charter currently holds two Miami-Dade County cable licenses. One license (Miami Beach) serves 45,000 subscribers while the other (S. Miami) serves 9,000 subscribers in the areas of South Miami, Pinecrest, and Unincorporated Miami-Dade County. This renewal addresses only the S. Miami license. The Miami Beach license will expire in 2003.

The resolution grants Charter a countywide license. Other licensees have requested and been granted similar requests for countywide licenses. Staff feels granting a countywide license supports the goal of encouraging competition.

Charter is in substantial concurrence regarding the proposed cable ordinance, however, Charter disagrees with a proposed amendment that will reduce the number of hours from six (6) to three (3) before consumers receive credit for one thirtieth of their monthly cable bill. Staff feels that the proposed change is beneficial to cable consumers.

This approval is conditioned upon Charter's written acceptance within 30 days as required by Section 8AA-9 of the Code.

Attachments

Approved George P. Don Mayor

Veto \_\_\_\_\_

Override \_\_\_\_\_

Agenda Item No. 7(C)(1)(B)

5-6-03

**OFFICIAL FILE COPY  
CLERK OF THE BOARD  
OF COUNTY COMMISSIONERS  
DADE COUNTY, FLORIDA**

RESOLUTION NO. R-429-03

RESOLUTION CONDITIONALLY GRANTING CHARTER COMMUNICATIONS OPERATING, LLC RENEWAL OF NON-EXCLUSIVE CABLE LICENSE; GRANTING CHARTER COMMUNICATIONS OPERATING, LLC NON-EXCLUSIVE LICENSE AREA; GRANTING CERTAIN RIGHTS AND PRIVILEGES WITHIN SAID AREAS TO CHARTER COMMUNICATIONS OPERATING, LLC; PROVIDING FOR TERMS AND CONDITIONS OF THE LICENSE RENEWAL; AND PROVIDING FOR FUTURE CONSIDERATIONS BY THE COUNTY COMMISSION

**WHEREAS**, on May 16, 1993, by Resolution No. R-989-92, the Board granted Rifkin/Narragansett South Florida CATV Limited Partnership renewal of a non-exclusive cable television license for a period of ten (10) years; and

**WHEREAS**, on July 13, 1999, Resolution No. R-745-99, conditionally approved the transfer of control of the cable license of Rifkin/Narragansett South Florida CATV Partnership Limited to Interlink Communications Partners, LLLP; and

**WHEREAS**, on July 13, 1999, Resolution No. R-746-99, conditionally approved the transfer of control of the cable license of Interlink Communications Partners, LLLP to Charter Communications Operating, LLC; and

**WHEREAS**, Miami-Dade County has reviewed the past performance of Charter Communications Operating, LLC and has identified the future cable related needs and interest of the community; and

**WHEREAS**, Charter Communications Operating, LLC is subject to terms and conditions that meet the needs and interests of the community, which terms and conditions, known as the "Miami-Dade County Cable Ordinance" shall govern the renewal license and shall be included in the Code of Miami-Dade County,

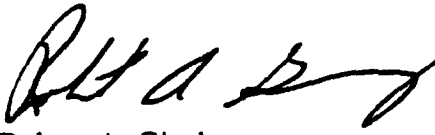


# MEMORANDUM

(Revised)

TO: Honorable Chairperson and Members  
Board of County Commissioners

DATE: May 6, 2003

FROM:   
Robert A. Ginsburg  
County Attorney

SUBJECT: Agenda Item No. 7(C)(1)(B)

Please note any items checked.

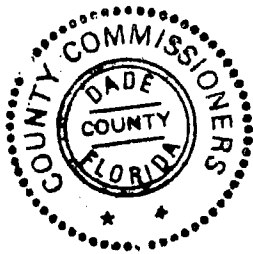
- ☐ "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Bid waiver requiring County Manager's written recommendation
- ☐ Ordinance creating a new board requires detailed County Manager's report for public hearing
- ☐ Housekeeping item (no policy decision required)
- ☐ No committee review

Section 5. These Licenses are contingent upon Charter's compliance with 8AA-9 including a written acceptance of these licenses within thirty (30) calendar days of this resolution.

The foregoing resolution was offered by Commissioner **Dennis C. Moss**, who moved its adoption. The motion was seconded by Commissioner **Katy Sorenson** and upon being put to a vote, the vote was as follows:

Bruno A. Barreiro	aye	Dr. Barbara Carey-Shuler	aye
Jose "Pepe" Diaz	absent	Betty T. Ferguson	aye
Sally A. Heyman	aye	Joe A. Martinez	aye
Jimmy L. Morales	aye	Dennis C. Moss	aye
Dorrian D. Rolle	aye	Natacha Seijas	absent
Katy Sorenson	aye	Rebeca Sosa	aye
		Sen. Javier D. Souto	absent

The Chairperson thereupon declared the resolution duly passed and adopted this 6th day of May, 2003. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.



MIAMI-DADE COUNTY, FLORIDA  
BY ITS BOARD OF COUNTY  
COMMISSIONERS

HARVEY RUVIN, CLERK

Approved by County Attorney as  
to form and legal sufficiency. TWL

Thomas W. Logue

By: **KAY SULLIVAN**  
Deputy Clerk

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY  
COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that**

Section 1. Charter Communications Operating, LLC (referred to herein as "Charter") is hereby granted renewal of a non-exclusive cable license for a period beginning May 17, 2003 and ending October 17, 2007. The terms and conditions of the license are set forth in the "Miami-Dade County Cable Ordinance," Chapter 8AA, Article I, Miami-Dade County Code, as amended.

Section 2. The non-exclusive license area of Charter shall have the same unincorporated areas and the incorporated areas of Miami-Dade County as described in resolution No. R-989-92, which is attached and incorporated by reference, and, in addition, the cities of Aventura and Sunny Isles Beach.

Section 3. Charter shall have the right and privilege to install and operate a cable system within the above described license area providing that Charter complies with the Miami-Dade County Cable Ordinance, all other applicable provisions of the Code of Miami-Dade County, and all rules and regulations adopted pursuant to the provisions of the Code.

Section 4. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Miami-Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.



# MEMORANDUM

Agenda Item No. 7(C)(1)(B)

**TO:** Honorable Chairperson and Member  
Board of County Commissioners

**DATE:** May 6, 2003

**FROM:** Steve Shiver  
County Manager

**SUBJECT:** Resolution approving the renewal of  
the Non-Exclusive Cable License of  
Charter Communications Operating,  
LLC

## RECOMMENDATION

It is recommended that the Board approve the attached resolution, which conditionally approves the renewal of the non-exclusive cable television license of Charter Communications Operating, LLC. (Charter) for a period beginning May 16, 2003, through October 17, 2007. The license expiration date coincides with the last license expiration of existing cable licenses so that in the future all licenses will expire and be subject to renewal simultaneously. The current license will expire on May 16, 2003. This license resolution recommendation is scheduled to coincide with proposed amendments to the cable TV ordinance.

## BACKGROUND

In 1984, Congress adopted the Cable Communications Policy Act, which redefined some of the relationships existing between local governments and their cable operators. A key provision of the Cable Act establishes procedural guidelines and time frames to be followed for the renewal of cable licenses. The procedure includes a review of the past performance of the cable operator and an assessment of the future cable related needs and interests of the community.

A community needs assessment was conducted by Consumer Services Department (CSD) staff which consisted of an industry workshop, two public meetings held in Charter's license area, consumer surveys and the review of thousands of telephone calls and complaints taken from cable subscribers. As a result of staff's review of the above, Miami-Dade cable consumers have commented that they want (1) a reduction in telephone hold and busy times; (2) concise and easy to understand billing; (3) better trained customer service staff and technicians; (4) additional interactive programming choices.

Miami-Dade County staff has met with the cable industry and is recommending new terms and conditions that meet the needs and interests of the community. Those terms and conditions are contained in a proposed ordinance amending Section 8AA of the Code of Miami-Dade County.

The CSD has reviewed the past performance of Charter. Although Charter has failed to meet the County's telephone answering standards for one quarter during 2002, its last report submission indicates that it is in compliance. In addition, staff has completed a review of Charter's legal, technical, financial, and character qualifications to operate a cable system and determined that Charter meets the criteria set forth under federal and local laws.

Charter currently holds two Miami-Dade County cable licenses. Charter Communications Operating, LLC., (Charter Beaches) serves 73,000 subscribers in the areas of Miami Beach, Surfside, Bal Harbour, Bay Harbor Islands, Sunny Isles, North Bay Village, Golden Beach, and Aventura. The second license, Charter Communications, LLC., (Charter South Miami) serves 9,000 subscribers in the areas of South Miami, Pinecrest, and Unincorporated Miami-Dade County. This renewal addresses only the Charter Beaches license. The Charter South Miami license was renewed on March 20, 2001 per Resolution No. R-268-01 and will expire on October 17, 2007.

CSD staff is proposing amendments to the Cable Ordinance that will require cable operators that engage in construction to upgrade their cable systems to meet minimum technical standards that will enable the cable operator to provide customers the ability receive a variety of analog and digital video channels, high speed Internet, as well as other advanced services. The Charter Beaches cable system currently meets the proposed minimum technical standards and presently offers advanced video services such as high definition television.

This approval is conditioned upon Charter's written acceptance within 30 days as required by Section 8AA-9 of the Code.

RESOLUTION NO. R-989-92

RESOLUTION CONDITIONALLY GRANTING  
RIFKIN-NARRAGANSETT SOUTH FLORIDA CATV  
LIMITED PARTNERSHIP RENEWAL OF A  
NON-EXCLUSIVE CABLE TELEVISION LICENSE;  
GRANTING RIFKIN-NARRAGANSETT SOUTH FLORIDA  
CATV LIMITED PARTNERSHIP A NON-EXCLUSIVE  
LICENSE AND PRIORITY SERVICE AREA; GRANTING  
CERTAIN RIGHTS AND PRIVILEGES WITHIN SAID  
AREAS TO RIFKIN-NARRAGANSETT SOUTH FLORIDA  
CATV LIMITED PARTNERSHIP; PROVIDING FOR TERMS  
AND CONDITIONS OF THE LICENSE RENEWAL; AND  
PROVIDING FOR FUTURE CONSIDERATIONS BY THE  
COUNTY COMMISSION

WHEREAS, on May 16, 1978, by Resolution No. R-526-78, the Board granted Ultracom of Dade County, Inc. a non-exclusive cable television license for a period of fifteen (15) years; and

WHEREAS, on July 5, 1978, by Resolution No. R-723-78, and on September 18, 1979, by Resolution No. R-1118-79, the Board approved expansion of Ultracom of Dade County, Inc.'s license area; and

WHEREAS, on July 20, 1982, by Resolution No. R-1007-82, the Board granted UltraCom of Dade County, Inc. a non-exclusive priority service area; and

WHEREAS, on May 8, 1984, the County Manager approved the transfer of UltraCom of Dade County, Inc.'s cable television license to Harte-Hanks Communications, Inc.; and

WHEREAS, on February 26, 1988, the County Manager approved the transfer of the Ultracom of Dade County, Inc. cable television license from Harte-Hanks Communications, Inc. to Rifkin-Narragansett South Florida CATV Limited Partnership; and



WHEREAS, Rifkin-Narragansett of South Florida CATV Limited Partnership is owned by Rifkin & Associates, Inc. and does business as Gold Coast Cablevision; and

WHEREAS, on December 29, 1984, the federal Cable Communications Policy Act of 1984 came into effect, which provided for a procedure for the renewal of cable television licenses; and

WHEREAS, on September 26, 1990, Rifkin-Narragansett South Florida CATV Limited Partnership requested renewal of its cable television license and invoked the formal renewal provisions of the Cable Act of 1984; and

WHEREAS, Dade County has reviewed the past performance of Rifkin-Narragansett South Florida CATV Limited Partnership and has identified the future needs and interests of the community; and

WHEREAS, on May 21, 1992, Rifkin-Narragansett South Florida CATV Limited Partnership submitted a proposal for renewal under the terms of Ordinance No. 90-73 adopted on July 24, 1990; and

WHEREAS, circumstances have changed since 1990 requiring certain amendments and clarifications to be made to Ordinance No. 90-73, which amendments are included in a separate ordinance amendment; and

WHEREAS, Ordinance No. 90-73, taken together with the amendments and clarifications, constitute terms and conditions that meet the needs and interests of the community, which terms and conditions shall govern the renewal license and shall be included in Section 8AA-1 et seq. of the Code of Metropolitan Dade County, as amended.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF DADE COUNTY, FLORIDA, that:

Section 1. Rifkin-Narragansett South Florida CATV Limited Partnership is hereby conditionally granted a renewal of a non-exclusive cable television license for a period of ten (10) years beginning May 16, 1993 and ending May 16, 2003. The terms and conditions of the license are set forth in Section 8AA-1 et seq. of the Code of Metropolitan Dade County, as amended.

Section 2. Pursuant to the license referred to in Section 1, Rifkin-Narragansett South Florida CATV Limited Partnership is hereby granted a non-exclusive license area bounded as follows:

1. The tip of Miami Beach on the south, the Atlantic Ocean on the east, the IntraCoastal Waterway on the west, and the Dade/Broward County line on the north, including the cities of Miami Beach, Surfside, Golden Beach, North Bay Village, Bay Harbor Islands, and Bal Harbour.

2. The area bounded on the north by the Dade/Broward line, on the east by the IntraCoastal Waterway, on the south by N.W. and N.E. 79 Street, and on the west by N.W. 17 Avenue.

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Section 3. Rifkin-Narragansett South Florida CATV Limited Partnership is hereby granted a non-exclusive priority service area bounded as follows:

The tip of Miami Beach on the south, the Atlantic Ocean on the east, the IntraCoastal Waterway on the west, and the Dade/Broward County line on the north, including the cities of Miami Beach, Surfside, Golden Beach, North Bay Village, Bay Harbor Islands, and Bal Harbour.

Section 4. Rifkin-Narragansett South Florida CATV Limited Partnership shall have the right and privilege to install and operate a cable television system within the above described priority service area providing that Rifkin-Narragansett South Florida CATV Limited Partnership complies with Section 8AA-1 et seq. as amended, all other applicable provisions of the Code of Metropolitan Dade County, and all rules and regulations adopted pursuant to the provisions of the Code.

Section 5. Rifkin-Narragansett South Florida CATV Limited Partnership shall not provide cable television service in any areas of Dade County except as provided for in Section 3 of this resolution or in such areas as may be approved by the County Manager in accordance with the rules and regulations approved by this Commission or in such areas as may be authorized by this Commission pursuant to applications submitted and approved in accordance with the Code of Metropolitan Dade County.

Section 6. All past and future audit discrepancies and license fee recomputations shall remain the responsibility of Rifkin-Narragansett South Florida CATV Limited Partnership, its successors or assigns.

Section 7. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Metropolitan Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.

Section 8. This license is granted under the condition that it be accepted in writing by the licensee as required by Section 8AA-9.

The foregoing resolution was offered by Commissioner Larry Hawkins, who moved its adoption. The motion was seconded by Commissioner Mary Collins, and upon being put to a vote, the vote was as follows:

Mary Collins	aye
Charles Dusseau	aye
Joseph M. Gersten	aye
Larry Hawkins	aye
Alexander Penelas	aye
Harvey Ruvin	absent
Arthur E. Teele, Jr.	aye
Sherman S. Winn	aye
Stephen P. Clark	aye

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The Mayor thereupon declared the resolution duly passed and adopted this 15th day of September, 1992.

DADE COUNTY, FLORIDA  
BY ITS BOARD OF  
COUNTY COMMISSIONERS

MARSHALL ADER, CLERK

Approved by County Attorney as  
to form and legal sufficiency.           



**RAYMOND REED**

Deputy Clerk

1253

STATE OF FLORIDA    )  
                                  ) SS:  
COUNTY OF DADE    )

I, MARSHALL ADER, Clerk of the Circuit Court in and for Dade County,  
Florida, and Ex-Officio Clerk of the Board of County Commissioners of said County,  
DO HEREBY CERTIFY that the above and foregoing is a true and correct copy of  
Resolution No.       R-989-92      , adopted by the said Board of County  
Commissioners at its meeting held on       September 15      , 19   92  .

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on  
this   18th   day of   September  , A.D. 19   92  .

MARSHALL ADER, Clerk  
Board of County Commissioners  
Dade County, Florida

By       Linda J. Gore        
Deputy Clerk



Board of County Commissioners  
Dade County, Florida



# MEMORANDUM

(Revised)

**TO:** Hon. Chairperson Barbara Carey-Shuler, Ed.D.  
and Members, Board of County Commissioners

**DATE:** January 20, 2004

**FROM:** Robert A. Ginsburg  
County Attorney

**SUBJECT:** Agenda Item No. 7(C)(1)(A)

Please note any items checked.

- ☐ "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Bid waiver requiring County Manager's written recommendation
- ☐ Ordinance creating a new board requires detailed County Manager's report for public hearing
- ☐ Housekeeping item (no policy decision required)
- ☐ No committee review

Approved \_\_\_\_\_ Mayor  
Veto \_\_\_\_\_  
Override \_\_\_\_\_

Agenda Item No. 7(C)(1)(A)  
1-20-04

RESOLUTION NO. \_\_\_\_\_

RESOLUTION CONDITIONALLY APPROVING THE  
TRANSFER OF CONTROL OF THE NON-EXCLUSIVE  
CABLE TELEVISION LICENSES OF CHARTER  
COMMUNICATIONS OPERATING, LLC AND CHARTER  
COMMUNICATIONS, LLC TO ATLANTIC BROADBAND  
(MIAMI), LLC; AND PROVIDING FOR FUTURE  
CONSIDERATIONS BY THE COUNTY COMMISSION

**WHEREAS**, this Board granted Charter Communications Operating, LLC and Charter Communications, LLC ("Licensees") renewal of non-exclusive cable television licenses to expire on October 17, 2007, in Resolutions R-429-03 and R-268-01; and

**WHEREAS**, Resolution R-429-03 identified Charter Communications Operating, LLC as the licensee of the non-exclusive cable television license of Interlink Communications Partners, LLLP; and

**WHEREAS**, on July 13, 1999, Resolution No. R-745-99 conditionally approved the transfer of control of the non-exclusive cable television license from Rifkin/Narragansett South Florida CATV Partnership Limited to Interlink Communications Partners, LLLP; and

**WHEREAS**, on July 13, 1999, Resolution No. R-746-99 conditionally approved the transfer of control of the non-exclusive cable television license from Interlink Communications Partners, LLLP to Charter Communications Operating, LLC; and



**WHEREAS**, on July 13, 1999, Resolution No. R-747-99 conditionally approved the transfer of control of the non-exclusive cable television license from Cable Satellite of South Miami, Inc. to Charter Communications, LLC; and

**WHEREAS**, Section 8AA-14(c)(2) of the Code of Miami-Dade County requires the approval of the Board of County Commissioners for any assignment, sale or transfer of more than forty percent of the ownership of any parent corporation, parent entity or holding company that owns, or by ownership of other entities, controls the licensee; and

**WHEREAS**, Charter Communications Operating, LLC and Charter Communications, LLC have filed the required applications for approval of the transfers; and

**WHEREAS**, Miami-Dade County has reviewed Atlantic Broadband (Miami), LLC's legal, financial, technical and character qualifications and has determined that it would be unreasonable to withhold approval; and

**WHEREAS**, this Board desires to accomplish the purpose outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that**

Section 1. Subject to the conditions stated below, this Board approves the transfer of ownership of Charter Communications Operating, LLC and Charter Communications, LLC to Atlantic Broadband (Miami), LLC.

Section 2. The Licenses shall continue to be governed by the same terms and conditions of the Licenses as expressed in Resolutions No. R-745-99, R-746-99, R-747-99, R-268-01, and R-429-03, which are attached and incorporated by reference. The Licenses will continue to be controlled by the provisions of the Miami-Dade Cable Television Ordinance codified in Chapter 8AA of the Code of Miami-Dade County, as amended from time to time, and all rules and regulations promulgated by the County.

Section 3. These transfers are approved under the condition that, within 30 days of the closing of the transfer of ownership, Atlantic Broadband (Miami), LLC, file with the Director its written acceptance of the license in accordance with Section 8AA-9. However, if the transfer of ownership is not finalized within 30 calendar days, written acceptance must be received by the Director immediately upon finalization of the transfer of ownership, but no later than 180 calendar days from the County's approval of this Resolution. If not accepted within this time period, these transfers are void.

Section 4. All audit discrepancies, violations of the license terms and license fee recomputations arising from circumstances occurring prior to the effective date of these transfers shall be the joint and severable responsibility of Interlink Communications Partners, LLC, Interlink Communications Partners, LLLP, Charter Communications Operating, LLC, Charter Communications, LLC, Atlantic Broadband (Miami), LLC, their successors and assigns.

Section 5. Nothing contained herein shall in any way preclude the County Commission from taking any actions in accordance with the power, authority, and jurisdiction provided the Commission as prescribed within the Code of Miami-Dade County, Florida, including but not limited to granting new licenses, amending existing licenses, and/or repealing existing licenses.

Section 6. These licenses are conditionally transferred upon the final approval by any municipality in Miami-Dade County in which the license operates, if municipal approval is required.

The foregoing resolution was offered by Commissioner  
who moved its adoption. The motion was seconded by Commissioner  
and upon being put to a vote, the vote was as follows:

Dr. Barbara M. Carey-Shuler, Chairperson  
Katy Sorenson, Vice-Chairperson

Bruno A. Barreiro  
Betty T. Ferguson  
Joe A. Martinez  
Dennis C. Moss  
Natacha Seijas  
Sen. Javier D. Souto

Jose "Pepe" Diaz  
Sally A. Heyman  
Jimmy L. Morales  
Dorin D. Rolle  
Rebeca Sosa

The Chairperson thereupon declared the resolution duly passed and adopted this 20th day of January, 2004. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA  
BY ITS BOARD OF  
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: \_\_\_\_\_  
Deputy Clerk

Approved by County Attorney as  
to form and legal sufficiency.  
Thomas W. Logue

